## DECLARATION and POWER OF ATTORNEY

| As a below-name  | d inventor, I hereby declare that:   |                      |                                       |                           |                                 |                     |  |  |  |
|--|--|----------------------|---------------------------------------|---------------------------|---------------------------------|---------------------|--|--|--|
| I believe I am the   | st office address and citizenship are<br>original, first and sole inventor (if o<br>ject matter which is claimed and for | only one             | name is listed bel                    | low) or an original first | and joint inventor (if plur     | al names are listed |  |  |  |
| HET  | EROCYCLIC PIPERIDINES  | AS MO                | ODULATORS                             | OF CHEMOKINE              | RECEPTOR ACTIVI                 | TY I                |  |  |  |
|  | of which is attached hereto unless th  |                      |                                       |                           |                                 |                     |  |  |  |
| was filed on _   | as U.S. Application No.  |                      | or P0                                 | CT International Applica  | ation No. and v                 | was amended         |  |  |  |
|  | (if applicable).   |                      |                                       | •                         |                                 |                     |  |  |  |
| I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.  |  |                      |                                       |                           |                                 |                     |  |  |  |
| I acknowledge the duty to disclose information which is known to me to be material to patentability as defined in 37 CFR § 1.56.   |  |                      |                                       |                           |                                 |                     |  |  |  |
| I hereby claim foreign priority benefits under 35 U.S.C. § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT International application which designated at least one country other than the United States, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed.  |  |                      |                                       |                           |                                 |                     |  |  |  |
| Application  | o. Country   |                      | rming D                               | rate                      | Priority Claimed (Ye            | S/No)               |  |  |  |
| I hereby claim the   | benefit under 35 U.S.C. § 119(e) of  | f any Uni            | ited States Provis                    | ional Application(s) list | ed below.                       |                     |  |  |  |
| U.S. Provisional Application No.   |  |                      | U.S. Filing Date                      |                           |                                 |                     |  |  |  |
|  |  |                      |                                       |                           |                                 |                     |  |  |  |
| thereby claim foreign priority benefits under 35 U.S.C. § 119(a)-(d) or § 365(b) of any FOT international application which designated at least one country other than the United States, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed.  Application No.  Country  Filing Date  Priority Claimed (Yes/No)  Thereby claim the benefit under 35 U.S.C. § 119(e) of any United States Provisional Application(s) listed below.  U.S. Provisional Application No.  60/112,714  Thereby claim the benefit under 35 U.S.C. § 120 of any United States application(s), or § 365(c) of any PCT International Application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior disclosed in the prior application or PCT International Application in the manner provided by the first paragraph of 35 U.S.C. § 112, acknowledge the full date of the prior application and the national or PCT International filing date of this application.  Application No.  U.S. Filing Date  Status (patented, pending or abandoned)  POWER OF ATTORNEY: I hereby appoint the following attorney(s) and/or agent(s) the power to prosecute this application and transact all business in the Patent and Trademark Office connected therewith:  Name:  Blair Q. Ferguson  Gerald J. Boudreaux  Karen H. Kondrad  Scott K. Larsen  Maureen P. O'Brien  Mary K. VanAtten  Scott K. Using the power to prove the prior paragraph of the power to prove the paragraph of the paragraph of the power to prove the paragraph of t |  |                      |                                       |                           |                                 |                     |  |  |  |
| Application No   | o. U.S   | 5. Filing            | Date                                  | Status (pate              | nted, pending or abando         | ned)                |  |  |  |
| POWER OF AT business in the Pat  | TORNEY: I hereby appoint the following and Trademark Office connected  | lowing a<br>d therew | ttorney(s) and/or ith:                | agent(s) the power to pr  | osecute this application ar     | nd transact all     |  |  |  |
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|  |  |                      |                                       |                           | · ·                             |                     |  |  |  |
| •  |  |                      | j                                     |                           | •                               |                     |  |  |  |
|  |  |                      |                                       |                           |                                 |                     |  |  |  |
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| I hereby declare th  | at all statements made herein of my  | own kno              | gton, DE 19898,                       | U.S.A.                    | ade on information and be       | liaf ara            |  |  |  |
| I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may peopardize the validity of the application or any patent issuing thereon.   |  |                      |                                       |                           |                                 |                     |  |  |  |
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| of Inventor<br>Signature (please sig   | <u> </u>   |                      | soo                                   |                           | S. Date: /                      | <del>,</del>        |  |  |  |
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Additional Inventors are being named on separately numbered sheets attached hereto.

## DECLARATION AND POWER ( ATTORNEY - Page 2

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